

1. (cancel)
2. (Currently Amended) A compound of Formula I



or a pharmaceutically acceptable salt thereof, wherein:

D is -NH-C(O)-NH-,

A is a substituted moiety of up to 40 carbon atoms of the formula: -L-(M-L¹)_q, where

L is substituted or unsubstituted phenyl bound directly to D,

L¹ is phenyl or a 5 to 6 membered hetaryl moiety substituted by at least one substituent selected from the group consisting of -SO₂R_x, -C(O)R_x and -C(NR_y)R_z, wherein the heteroatoms of said hetaryl moiety comprises heteroatoms consisting consist of nitrogen,

M is oxygen,

q is 1 and

B is a substituted or unsubstituted pyridyl group, a substituted or unsubstituted quinoliny group or a substituted or unsubstituted isoquinoliny group,

where B is substituted, L is substituted or L¹ is additionally substituted, the substituents are selected from the group consisting of halogen, up to per-halo, and W_n, where n is 0-3;

~~R_y is hydrogen, C₁₋₁₀-alkyl, C₁₋₁₀-alkoxy, C₃₋₁₀-cycloalkyl having 0-3 heteroatoms, C₂₋₁₀ alkenyl, C₁₋₁₀-alkenoyl, C₆₋₁₂-aryl, C₃₋₁₂-hetaryl having 1-3 heteroatoms selected from N, S and O, C₇₋₂₄-aralkyl, C₇₋₂₄-alkaryl, substituted C₁₋₁₀-alkyl, substituted C₁₋₁₀-alkyl, substituted C₁₋₁₀-alkoxy, substituted C₃₋₁₀-cycloalkyl having 0-3 heteroatoms selected from N, S and O, substituted C₆₋₁₄-aryl, substituted C₃₋₁₂-hetaryl having 1-3 heteroatoms selected from N, S and O, substituted C₇₋₂₄-alkaryl or substituted C₇₋₂₄ aralkyl, where R_y is a substituted group, it is substituted by halogen up to per halo,~~

~~R_z is hydrogen, C₁₋₁₀-alkyl, C₁₋₁₀-alkoxy, C₃₋₁₀-cycloalkyl having 0-3 heteroatom, C₂₋₁₀ alkenyl, C₁₋₁₀-alkenoyl, C₆₋₁₂-aryl, C₃₋₁₂-hetaryl having 1-3 heteroatoms selected from S, N and O, C₇₋₂₄-alkaryl, C₇₋₂₄-aralkyl, substituted C₁₋₁₀-alkyl, substituted C₁₋₁₀ alkoxy, substituted C₆₋₁₄-aryl, substituted C₃₋₁₀-cycloalkyl having 0-3 heteroatoms selected from S, N and O, substituted C₃₋₁₂-hetaryl having 1-3 heteroatoms selected from S, N and O, substituted C₇₋₂₄-alkaryl or substituted C₇₋₂₄-aralkyl where R_z is a substituted group, it is substituted by halogen up to per halo, hydroxy, C₁₋₁₀-alkyl, C₃₋~~

~~C_{12} -cycloalkyl having 0-3 heteroatoms selected from O, S and N, C_{3-12} -hetaryl having 1-3 heteroatoms selected from N, S and O, C_{1-10} -alkoxy, C_{6-12} -aryl, C_{1-6} -halo substituted alkyl up to per halo alkyl, C_6 - C_{12} -halo substituted aryl up to per halo aryl, C_3 - C_{12} -halo substituted cycloalkyl up to per halo cycloalkyl having 0-3 heteroatoms selected from N, S and O, halo substituted C_{3-12} -hetaryl having 1-3 heteroatoms selected from O, N and S, halo substituted C_7 - C_{24} -aralkyl up to per halo aralkyl, halo substituted C_7 - C_{24} alkaryl up to per halo alkaryl, and $-C(O)R_g$;~~

R_x is R_x or NR_aR_b where R_a and R_b are,

a) independently hydrogen, or selected from the group consisting of C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_{3-10} cycloalkyl, C_{2-10} alkenyl, C_{1-10} alkenoyl, C_{6-12} aryl, C_{3-12} hetaryl having 1-3 heteroatoms selected from O, N and S, C_{3-12} cycloalkyl having 0-3 heteroatoms selected from N, S and O, C_{7-24} aralkyl, C_7 - C_{24} alkaryl, substituted C_{1-10} alkyl, substituted C_{1-10} alkoxy, substituted C_{3-10} cycloalkyl, having 0-3 heteroatoms selected from N, S and O, substituted C_{6-12} aryl, substituted C_{3-12} hetaryl having 1-3 heteroatoms selected from N, S and O, substituted C_{7-24} aralkyl, substituted C_7 - C_{24} alkaryl, where R_a and R_b are a substituted group, they are substituted by halogen up to per halo, hydroxy, C_{1-10} alkyl, C_{3-12} cycloalkyl having 0-3 heteroatoms selected from O, S and N, C_{3-12} hetaryl having 1-3 heteroatoms selected from N, S and O, C_{1-10} alkoxy, C_{6-12} aryl, C_{1-6} halo substituted alkyl up to per halo alkyl, C_6 - C_{12} halo substituted aryl up to per halo aryl, C_3 - C_{12} halo substituted cycloalkyl having 0-3 heteroatoms selected from N, S and O, up to per halo cycloalkyl, halo substituted C_3 - C_{12} hetaryl up to per halo hetaryl, halo substituted C_7 - C_{24} aralkyl up to per halo aralkyl or halo substituted C_7 - C_{24} alkaryl up to per halo alkaryl, or $-C(O)R_g$;

W is independently selected from the group consisting of $-CN$, $-CO_2R^7$, $-C(O)NR^7R^7$, $-C(O)-R^7$, $-NO_2$, $-OR^7$, $-SR^7$, $-NR^7R^7$, $-NR^7C(O)OR^7$, $-NR^7C(O)R^7$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_2 - C_{10} alkenyl, C_1 - C_{10} alkenoyl, C_3 - C_{10} cycloalkyl having 0-3 heteroatoms selected from O, S and N, C_6 - C_{14} aryl, C_7 - C_{24} alkaryl, C_7 - C_{24} aralkyl, C_3 - C_{12} heteroaryl having 1-3 heteroatoms selected from O, N and S, C_4 - C_{23} alkheteroaryl having 1-3 heteroatoms selected from O, N and S, substituted C_1 - C_{10} alkyl, substituted C_1 - C_{10} alkoxy, substituted C_2 - C_{10} alkenyl, substituted C_1 - C_{10} alkenoyl, substituted C_3 - C_{10} cycloalkyl having 0-3 heteroatoms selected from O, N and S, substituted C_6 - C_{12} aryl, substituted C_3 - C_{12} hetaryl having 1-3 heteroatoms selected

from O, N and S, substituted C₇-C₂₄ aralkyl, substituted C₇-C₂₄ alkaryl, and substituted C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S;

each R⁷ is independently selected from H, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₂-C₁₀ alkenyl, C₁-C₁₀ alkenoyl, C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, S and N, C₆-C₁₄ aryl, C₃-C₁₃ hetaryl having 1-3 heteroatoms selected from O, N and S, C₇-C₁₄ alkaryl, C₇-C₂₄ aralkyl, C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₃-C₁₃ hetaryl having 1-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₇-C₂₄ aralkyl, up to per-halosubstituted C₇-C₂₄ alkaryl, and up to per-halosubstituted C₄-C₂₃ alkheteroaryl; and

each Z is independently selected from the group consisting of -CN, -CO₂R⁷, -C(O)R⁷, -C(O)NR⁷R⁷, -NO₂, -OR⁷, -SR⁷, -NR⁷R⁷, -NR⁷C(O)OR⁷, -NR⁷C(O)R⁷, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₂-C₁₀ alkenyl, C₁-C₁₀ alkenoyl, C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, N and S, C₆-C₁₄ aryl, C₃-C₁₃ hetaryl having 1-3 heteroatoms selected from O, N and S, C₇-C₂₄ alkaryl, C₇-C₂₄ aralkyl, C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S, substituted C₁-C₁₀ alkyl, substituted C₁-C₁₀ alkoxy, substituted C₂-C₁₀ alkenyl, substituted C₁-C₁₀ alkenoyl, substituted C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, N and S, substituted C₆-C₁₂ aryl, substituted C₇-C₂₄ alkaryl, substituted C₇-C₂₄ aralkyl and substituted C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S; wherein if Z is a substituted group, the one or more substituents are selected from the group consisting of -CN, -CO₂R⁷, -COR⁷, -C(O)NR⁷R⁷, -OR⁷, -SR⁷, -NO₂, -NR⁷R⁷, -NR⁷C(O)R⁷, and -NR⁷C(O)OR⁷.

3. **(Previously Presented)** A compound as in claim 2 wherein L' is phenyl or pyridinyl.
4. **(Previously Presented)** A compound as in claim 2 wherein the cyclic structures of B and L bound directly to D are substituted in the ortho position by Hydrogen.
5. **(Previously Presented)** A compound of claim 2 wherein B of Formula I is a substituted pyridyl, substituted quinolinyl or substituted isoquinolinyl group substituted 1 to 3 times by 1 or more substituents selected from the group consisting of -CN, halogen, C₁-C₁₀

alkyl, C₁-C₁₀ alkoxy, -OH, up to per halo substituted C₁-C₁₀ alkyl, up to per halo substituted C₁-C₁₀ alkoxy or phenyl substituted by halogen up to per halo.

6. (Canceled)

7. (Canceled)

8. (Canceled)

9. (Previously Presented) A compound of claim 2, wherein L¹ is phenyl, pyridinyl or pyrimidinyl.

10. (Previously Presented) A compound of claim 5, wherein L¹ is phenyl, pyridinyl or pyrimidinyl.

11. (Canceled)

12. (Previously Presented) A compound of claim 2 wherein L¹ is additionally substituted 1 to 3 times by one or more substituents selected from the group consisting of C₁-C₁₀ alkyl, up to per halo substituted C₁-C₁₀ alkyl, -CN, -OH, halogen, C₁-C₁₀ alkoxy and up to per halo substituted C₁-C₁₀ alkoxy.

13. (Canceled)

14. (Original) A compound of claim 10 wherein L¹ is additionally substituted 1 to 3 times by one or more substituents selected from the group consisting of C₁-C₁₀ alkyl, up to per halo substituted C₁-C₁₀ alkyl, -CN, -OH, halogen, C₁-C₁₀ alkoxy and up to per halo substituted C₁-C₁₀ alkoxy.

15. (Previously Presented) A compound of claim 2 wherein L¹ is substituted only by -C(O)R_x.

16. (Previously Presented) A compound of claim 2 wherein L¹ is substituted by -C(O)R_x wherein R_x is NR_aR_b and R_a and R_b are independently hydrogen or C₁ - C₁₀ alkyl.

17. (Previously presented) A compound of claim 3 wherein L¹ is substituted by -C(O)R_x, wherein R_x is NR_aR_b and R_a and R_b are independently hydrogen or C₁ - C₁₀ alkyl.

18. (Previously presented) A compound of claim 10 wherein L¹ is substituted by -C(O)R_x, wherein R_x is NR_aR_b and R_a and R_a are independently hydrogen or C₁ - C₁₀ alkyl.

19. (canceled)

20. (canceled)

21. (canceled)

22. (canceled)

23. (canceled)

24. (canceled)

25. (Previously Presented) A compound of claim 2 which is a pharmaceutically acceptable salt of a compound of formula I selected from the group consisting of

- a) basic salts of organic acids and inorganic acids selected from the group consisting of hydrochloric acid, hydrobromic acid, sulphuric acid, phosphoric acid, methanesulfonic acid, trifluorosulfonic acid, benzenesulfonic acid, p-toluene sulfonic acid (tosylate salt), 1-naphthalene sulfonic acid, 2-naphthalene sulfonic acid, acetic acid, trifluoroacetic acid, malic acid, tartaric acid, citric acid, lactic acid, oxalic acid, succinic acid, fumaric acid, maleic acid, benzoic acid, salicylic acid, phenylacetic acid, and mandelic acid; and
- b) acid salts of organic and inorganic bases containing cations selected from the group consisting of alkaline cations, alkaline earth cations, the ammonium cation, aliphatic substituted ammonium cations and aromatic substituted ammonium cations.

26. (canceled)

27. (Previously Presented) A pharmaceutical composition comprising a compound of claim 2 or a pharmaceutically acceptable salt of a compound of formula I, and a physiologically acceptable carrier.

28. (canceled)

29. (Previously Presented) A method for the treatment of solid cancers comprising administering to a host in need thereof an effective amount of a compound of Formula I of claim 2.

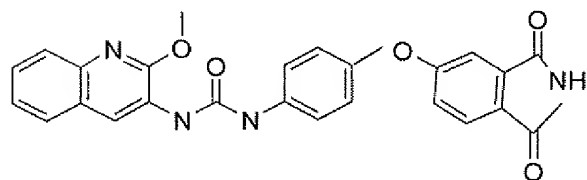
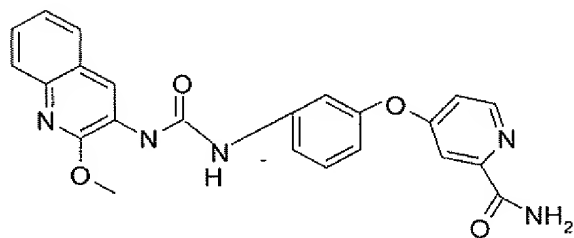
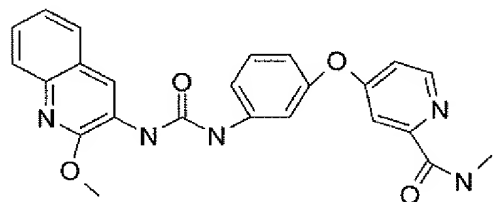
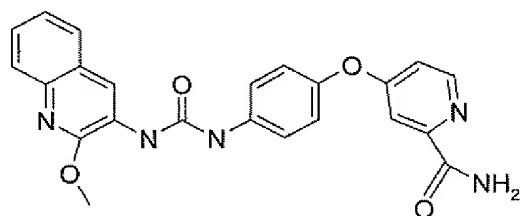
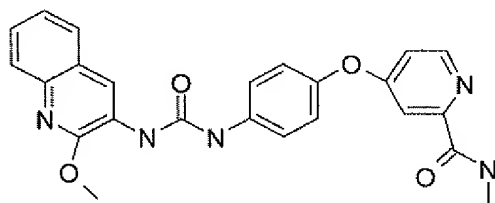
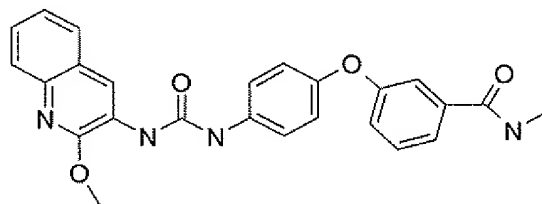
30. (Previously Presented) A method for the treatment of carcinomas, myeloid disorders or adenomas comprising administering to a host in need thereof an effective amount of a compound of Formula I of claim 2.

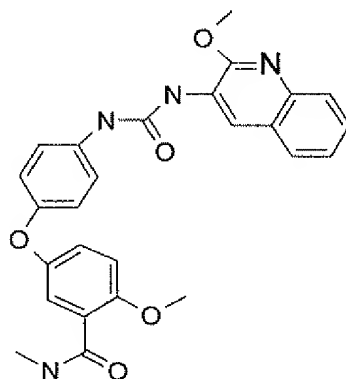
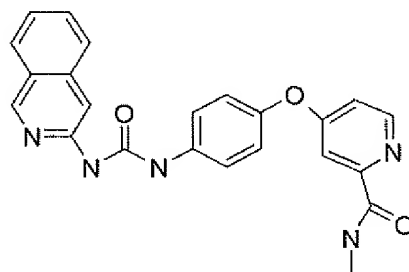
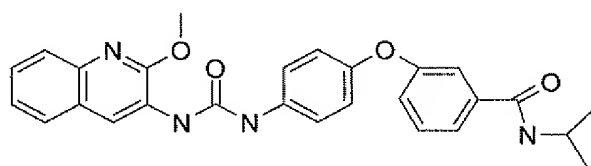
31. (canceled)

32. (canceled)

33. (canceled)

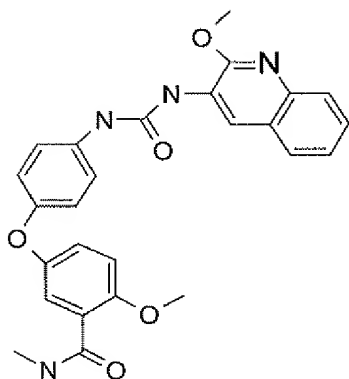
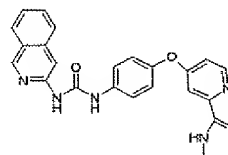
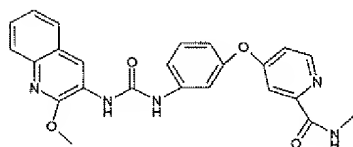
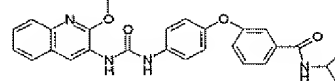
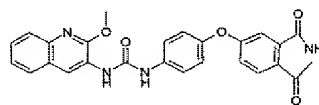
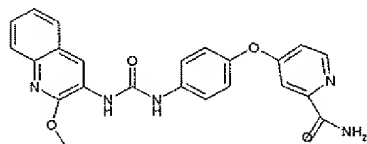
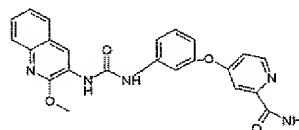
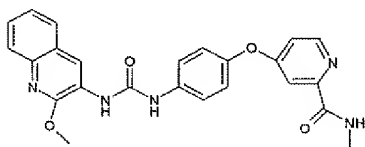
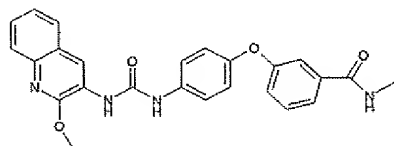
34. (Previously presented) A compound selected from the group consisting of





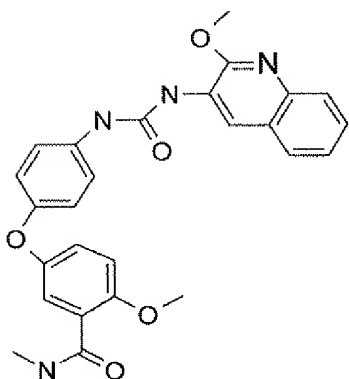
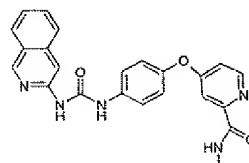
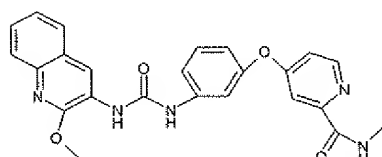
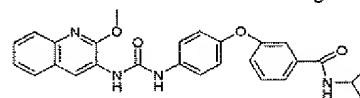
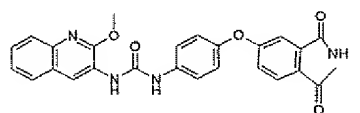
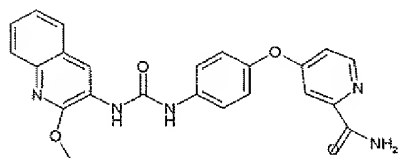
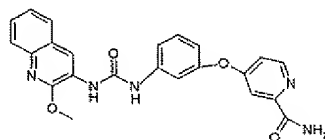
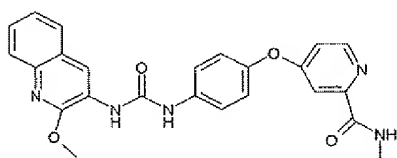
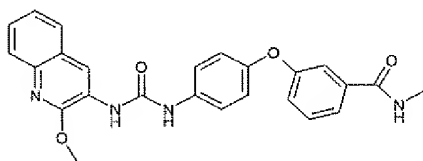
and pharmaceutically acceptable salts thereof.

35. (Previously presented) A pharmaceutical composition comprising a compound selected from the group consisting of



and their pharmaceutically acceptable salts, and a physiologically acceptable carrier.

36. (Previously presented) A method for the treatment of solid cancers, comprising administering to a host in need thereof an effective amount of a compound selected from the group consisting of



and pharmaceutically acceptable salts thereof.

37. **(Currently Amended)** A compound of Formula I:



or a pharmaceutically acceptable salt thereof, wherein

D is $-\text{NH}-\text{C}(\text{O})-\text{NH}-$,

A is of the formula: $-L-(M-L^1)_q$, where L is phenyl bound directly to D, L^1 is pyridinyl, M is oxygen and q is 1; and

B is a substituted or unsubstituted pyridyl, quinolinyl or isoquinolinyl group, wherein L^1 is substituted by $-C(O)R_x$,

~~R_x is hydrogen, C_{1-10} -alkyl, C_{1-10} -alkoxy, C_{3-10} -cycloalkyl having 0-3 heteroatoms selected from N, O and S, C_{2-10} -alkenyl, C_{1-10} -alkenoyl, C_{6-12} -aryl, C_3 - C_{12} -hetaryl having 1-3 heteroatoms selected from S, N and O, C_{7-24} -alkaryl, C_{7-24} -aralkyl, substituted C_{1-10} -alkyl, substituted C_{1-10} -alkoxy, substituted C_6 - C_{14} -aryl, substituted C_3 - C_{10} -cycloalkyl, substituted C_{3-12} -hetaryl having 1-3 heteroatoms selected from S, N and O, substituted C_{7-24} -alkaryl or substituted C_{7-24} -aralkyl where R_x is a substituted group, it is substituted by halogen up to per-halo, hydroxy, or C_{1-10} -alkyl;~~

R_x is R_x or NR_aR_b where R_a and R_b are

independently hydrogen, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_{3-10} cycloalkyl, C_{2-10} alkenyl, C_{1-10} alkenoyl, C_{6-12} aryl, C_{3-12} hetaryl having 1-3 heteroatoms selected from O, N and S, C_{3-12} cycloalkyl having 0-3 heteroatoms selected from N, S and O, C_{7-24} aralkyl, C_7 - C_{24} alkaryl, substituted C_{1-10} alkyl, substituted C_{1-10} alkoxy, substituted C_{3-10} cycloalkyl, having 0-3 heteroatoms selected from N, S and O, substituted C_{6-12} aryl, substituted C_{3-12} hetaryl having 1-3 heteroatoms selected from N, S and O, substituted C_{7-24} aralkyl, substituted C_{7-24} alkaryl, where R_a and R_b are a substituted group, they are substituted by halogen up to per halo, hydroxy, C_{1-10} alkyl; or

where B is substituted, L is substituted or L^1 is additionally substituted, the substituents are selected from the group consisting of halogen, up to per-halo, and W_n , where n is 0-3;

wherein each W is independently selected from the group consisting of $-CN$, $-CO_2R^7$, $-C(O)NR^7R^7$, $-C(O)-R^7$, $-NO_2$, $-OR^7$, $-SR^7$, $-NR^7R^7$, $-NR^7C(O)OR^7$, $-NR^7C(O)R^7$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_2 - C_{10} alkenyl, C_1 - C_{10} alkenoyl, C_3 - C_{10} cycloalkyl having 0-3 heteroatoms selected from O, S and N, C_6 - C_{14} aryl, C_7 - C_{24} alkaryl, C_7 - C_{24} aralkyl, C_3 - C_{12} heteroaryl having 1-3 heteroatoms selected from O, N and S, C_4 - C_{23} alkheteroaryl having 1-3 heteroatoms selected from O, N and S, substituted C_1 - C_{10} alkyl, substituted C_1 - C_{10} alkoxy, substituted C_2 - C_{10} alkenyl, substituted C_1 - C_{10} alkenoyl, substituted C_3 - C_{10} cycloalkyl having 0-3 heteroatoms selected from O, N and S, substituted C_6 - C_{12} aryl, substituted C_3 - C_{12} hetaryl

having 1-3 heteroatoms selected from O, N and S, substituted C₇-C₂₄ aralkyl, substituted C₇-C₂₄ alkaryl, and substituted C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S, optionally substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁷, -C(O)R⁷, -C(O)NR⁷R⁷, -OR⁷, -SR⁷, -NR⁷R⁷, -NO₂, -NR⁷C(O)R⁷, -NR⁷C(O)OR⁷ and halogen up to per-halo; with each R⁷ independently selected from H or C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₂-C₁₀ alkenyl, C₁-C₁₀ alkenoyl, C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, S and N, C₆-C₁₄ aryl, C₃-C₁₃ hetaryl having 1-3 heteroatoms selected from O, N and S, C₇-C₁₄ alkaryl, C₇-C₂₄ aralkyl, C₄-C₂₃ alkheteroaryl having 1-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₃-C₁₃ hetaryl having 1-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl having 0-3 heteroatoms selected from O, N and S, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₇-C₂₄ aralkyl, up to per-halosubstituted C₇-C₂₄ alkaryl, and up to per-halosubstituted C₄-C₂₃ alkheteroaryl.

38. (canceled)

39. (Previously Presented) A compound as in claim 37 wherein the cyclic structures of B and L bound directly to D are substituted in the ortho position by hydrogen.

40. (Previously presented) A compound of claim 37 wherein B of Formula I is a substituted pyridyl, substituted quinoliny or isoquinoliny group substituted 1 to 3 times by 1 or more substituents selected from the group consisting of -CN, halogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -OH, up to per halo substituted C₁-C₁₀ alkyl, up to per halo substituted C₁-C₁₀ alkoxy or phenyl substituted by halogen up to per halo.

41. (canceled)

42. (Previously presented) A compound of claim 37 wherein L¹ is additionally substituted 1 to 3 times by one or more substituents selected from the group consisting of C₁-C₁₀ alkyl, up to per halo substituted C₁-C₁₀ alkyl, -CN, -OH, halogen, C₁-C₁₀ alkoxy and up to per halo substituted C₁-C₁₀ alkoxy.

43. (canceled)

44. (canceled)

45. (Previously presented) A compound as in claim 37 wherein substituents for B and L and additional substituents for L¹, are selected from the group consisting of C₁-C₁₀ alkyl up to per halo substituted C₁-C₁₀ alkyl, CN, OH, halogen, C₁-C₁₀ alkoxy and up to per halo substituent C₁-C₁₀ alkoxy.

46. **(Previously presented)** A compound of claim 37 which is a pharmaceutically acceptable salt of a compound of formula I selected from the group consisting of

- a) basic salts of organic acids and inorganic acids selected from the group consisting of hydrochloric acid, hydrobromic acid, sulfuric acid, phosphoric acid, methanesulfonic acid, trifluorosulfonic acid, benzenesulfonic acid, p-toluene sulfonic acid (tosylate salt), 1-naphthalene sulfonic acid, 2-naphthalene sulfonic acid, acetic acid, trifluoroacetic acid, malic acid, tartaric acid, citric acid, lactic acid, oxalic acid, succinic acid, fumaric acid, maleic acid, benzoic acid, salicylic acid, phenylacetic acid, and mandelic acid; and
- b) acid salts of organic and inorganic bases containing cations selected from the group consisting of alkaline cations, alkaline earth cations, the ammonium cation, aliphatic substituted ammonium cations and aromatic substituted ammonium cations.

47. **(Previously presented)** A pharmaceutical composition comprising a compound of claim 37 or a pharmaceutically acceptable salt of a compound of formula I, and a physiologically acceptable carrier.

48. **(Previously presented)** A method for the treatment of solid cancers, comprising administering to a host in need thereof an effective amount of a compound of Formula I of claim 37.

49. **(Previously presented)** A compound as in claim 37 wherein R_x is NR_aR_b and R_a and R_b are independently selected from hydrogen and $C_1 - C_{10}$ alkyl.